

EXHIBIT 1

Salzenstein, Douglas C.

From: Sims, Pairlee on behalf of Calton, Judy B.
Sent: Monday, June 14, 2010 9:41 AM
To: 'orlandoni@butzel.com'
Cc: 'haffey@butzel.com'; Fisher, Eric; Winsten, I. W.; Stahl, Samuel T.; Salzenstein, Douglas C.
Subject: Delphi v. MSX, Adv. Pro. No. 07-02484
Attachments: DETROIT-#4226556-v1-MSX_Order_Dismissing_Claims_Based_on_Transfers.DOC

As you know, MSX International Inc. moved to dismiss the complaint against it to the extent Plaintiffs were seeking to avoid transfers made for or on account of assumed contracts. Plaintiffs, although acknowledging that argument in Exhibit C, did not respond to it in any way in the Reorganized Debtors' Omnibus Response.

Accordingly, enclosed for your signature is a proposed order dismissing Claims Based on Transfer Under Assumed Contracts.

Please let me know if you want any changes in the form of order. Otherwise, please sign and return to me no later than June 18, 2010.

HONIGMAN

Judy B. Calton
Partner
Honigman Miller Schwartz and Cohn LLP
Attorneys and Counselors
660 Woodward Avenue
2290 First National Building
Detroit, MI 48226-3506
Telephone Number: (313) 465-7344
Fax Number: (313) 465-7345
Cell Phone Number: (248) 496-6377
jcalton@honigman.com
www.honigman.com

HONIGMAN MILLER SCHWARTZ AND COHN LLP
I. W. Winsten (P30528)
Judy B. Calton (P38733)
2290 First National Building
660 Woodward Avenue
Detroit, MI 48226-3506
Telephone: (313) 465-7344
Facsimile: (313) 465-7345
Email: jcalton@honigman.com

Attorneys for Defendant MSX International, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

DELPHI CORPORATION, et al.

Chapter 11
Case No. 05-44481 (RDD)
Jointly Administered
Honorable Robert D. Drain

DELPHI CORPORATION, et al.,

Plaintiffs,

Adv. Pro. No. 07-02484(RDD)

Against

MSX, MSX INTERNATIONAL AND MSX
INTERNATIONAL INC.,

Defendants.

**ORDER DISMISSING CLAIMS BASED ON
TRANSFERS UNDER ASSUMED CONTRACTS**

Plaintiff DPH Holdings Inc. ("Plaintiff") having filed this adversary proceeding to avoid allegedly preferential transfers made to Defendant MSX International, Inc. ("MSX"), Debtors having assumed Purchase Order Numbers 460006093 and 460006298 pursuant to the Notice of Assumption and/or Assignment of Executory Contract or Unexpired Lease to Purchasers in Connection with Sale of Interiors and Closures Business (Docket No. 10963);

This matter having come on to be considered upon the stipulation of Plaintiff DPH Holdings Inc. and Defendant MSX International, Inc., no further notice or hearing being necessary, and the Court being fully advised in the premises;

IT IS HEREBY ORDERED that to the extent that Plaintiffs assert claims in the captioned adversary proceeding with respect to any transfers of an interest of a debtor in property that were made for or on account of Purchase Orders Numbers 460006093 or 460006298, those claims are dismissed with prejudice.

UNITED STATES BANKRUPTCY JUDGE

STIPULATED AND AGREED

BUTZEL LONG, a professional
corporation, Attorneys for Plaintiffs

By: _____
Donald V. Orlandoni
380 Madison Avenue, 22nd Floor
New York, NY 10017
Telephone: (212) 374-5359
Facsimile: (212) 818-0494
e-mail: orlandoni@butzel.com

HONIGMAN MILLER SCHWARTZ
AND COHN LLP, Attorneys for MSX
International, Inc.,

By: /s/ Judy B. Calton
I. W. Winsten (P30528)
Judy B. Calton (P38733)
2290 First National Building
660 Woodward Avenue
Detroit, MI 48226-3506
Telephone: (313) 465-7344
Facsimile: (313) 465-7345
e-mail: jcalton@honigman.com

Dated: June __, 2010

DETROIT: 4226556.1